

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

In re:

ZENERGY BRANDS, INC., et al.¹

Debtors.

§ **Chapter 11**

§ **Case No. 19-42886**

§ **(Jointly Administered)**

§ **Hearing Date: November 18, 2019**

§ **Hearing Time: 1:30 p.m.**

§ **660 N. Central Expressway, 3rd Floor
Plano, Texas 75074**

**WITNESS AND EXHIBIT LIST OF THE
OFFICIAL UNSECURED CREDITORS' COMMITTEE**

The Official Unsecured Creditors' Committee (the "**Committee**") for Zenergy Brands, Inc. ("**Zenergy**") and its debtor affiliates (collectively, the "**Debtors**") hereby submits its Witness and Exhibit List for the hearing on **November 18, 2019 at 1:30 p.m.** (the "**Hearing**") as follows:

WITNESSES

1. Joshua Campbell, President and Director of Zenergy Brands, Inc.
2. Brett Rosen, Committee Member.
3. Michael Ziegler, Committee Member.
4. Ashley Gee, Committee Member.
5. Any witness designated by any other party.
6. Any impeachment or rebuttal witnesses.
7. The Committee reserves the right to amend this designation as appropriate.

EXHIBITS

| <u>EXHIBIT</u> | <u>DESCRIPTION OF EXHIBIT</u> | <u>OFFERED</u> | <u>OBJECTION</u> | <u>ADMITTED</u> |
|-----------------------|---|-----------------------|-------------------------|------------------------|
| 1 | Local Rules of Bankruptcy Procedure of the United States Bankruptcy Court for the Eastern District of Texas, including any Appendices thereto | | | |

¹ The Debtors in the above-captioned chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Zenergy Brands, Inc. (1686); NAUP Brokerage, LLC (7899); Zenergy Labs, LLC (8045); Zenergy Power & Gas, Inc. (1963); Enertrade Electric, LLC (8649); Zenergy & Associates, Inc. (4022); and Zen Technologies, Inc. (7309). The above-captioned Debtors' mailing address is 5700 Granite Pkwy, #200, Plano, TX 75024.

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| 2 | <i>Declaration of Joshua Campbell in Support of Chapter 11 Petitions and First Day Motions</i> [Dkt. No. 10] | | | |
| 3 | <i>Debtors' Emergency Motion For Entry Of Interim And Final Orders (I) Authorizing The Debtors To Obtain Post-Petition Financing, Granting Senior Postpetition Security Interests And According Superpriority Administrative Expense Status Pursuant To Sections 364(c) And 364(d) Of The Bankruptcy Code; (II) Authorizing The Use Of Cash Collateral; (III) Granting Adequate Protection; (IV) Modifying The Automatic Stay; And (V) Granting Related Relief</i> [Dkt. No. 19] (the " DIP Motion ") | | | |
| 4 | <i>Interim Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364 and 507 (I) Approving Post-Petition Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Status, (IV) Granting Adequate Protection, (V) Modifying Automatic Stay, (VI) Granting Related Relief, and (VII) Scheduling a Final Hearing</i> [Dkt. No. 61] | | | |
| 5 | <i>Appointment of Official Unsecured Creditors' Committee</i> [Dkt. No. 69] | | | |
| 6 | <i>Application to Employ Kane Russell Coleman Logan PC as Counsel for the Official Unsecured Creditors' Committee</i> [Dkt. No. 80] | | | |
| 7 | Committee's forthcoming Objection to Debtors' DIP Motion [Dkt. No. ____] | | | |
| 8 | <i>Investment Banking Services Agreement</i> dated August 22, 2018, between Zenergy and TCA Capital International Group or TCA Global Credit Master Fund, LP (" TCA Global ") and/or its affiliates or designates | | | |
| 9 | <i>Securities Purchase Agreement</i> dated December 24, 2018, between Zenergy and TCA Global | | | |
| 10 | <i>Senior Secured, Convertible, Redeemable Debenture</i> in the principal amount of \$1,750,000, dated December 24, 2018, between Zenergy and TCA Global | | | |
| 11 | <i>Senior Secured, Convertible, Redeemable Debenture (Fee Debenture)</i> in the principal amount of \$16,000, dated December 24, 2018, and maturing on December 24, 2020, between Zenergy and TCA Global | | | |
| 12 | <i>Senior Secured, Convertible, Redeemable Debenture (Fee Debenture)</i> in the principal amount of \$16,000, dated December 24, 2018, and maturing on June 24, 2021, between Zenergy and TCA Global | | | |

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| 13 | <i>Security Agreement</i> dated December 24, 2018, by Zenergy, as borrower, in favor of TCA Global | | | |
| 14 | <i>Security Agreement</i> dated December 24, 2018, by Zen Technologies, Inc., Zenergy Power & Gas, Inc., NAUP Brokerage, LLC, Zenergy Labs, LLC, Zenergy & Associates, Inc., Alex Rodriguez and Sonya M. Rodriguez, as guarantors, in favor of TCA Global | | | |
| 15 | <i>Guaranty Agreement</i> dated December 24, 2018, by Zen Technologies, Inc., Zenergy Power & Gas, Inc., NAUP Brokerage, LLC, Zenergy Labs, Inc., Zenergy & Associates, Inc., Alex Rodriguez and Sonya M. Rodriguez, as guarantors, in favor of TCA Global | | | |
| 16 | <i>Promissory Note</i> in the amount \$1,947,463.41 dated March 29, 2019, between Zenergy, as borrower, and TCA Global, as lender, and <i>Security Agreement</i> related thereto | | | |
| 17 | <i>Promissory Note</i> in the amount \$68,000.00 dated May 9, 2019, between Zenergy, as borrower, and TCA Global, as lender, and <i>Security Agreement</i> related thereto | | | |
| 18 | <i>Promissory Note</i> in the amount \$63,175.00 dated May 22, 2019, between Zenergy, as borrower, and TCA Global, as lender, and <i>Security Agreement</i> related thereto | | | |
| 19 | <i>Promissory Note</i> in the amount \$100,000.00 dated June 19, 2019, between Zenergy, as borrower, and TCA Global, as lender, and <i>Security Agreement</i> related thereto | | | |
| 20 | <i>Promissory Note</i> in the amount \$34,175.00 dated July 3, 2019, between Zenergy, as borrower, and TCA Global, as lender, and <i>Security Agreement</i> related thereto | | | |
| 21 | <i>Promissory Note</i> in the amount \$34,175.00 dated July 12, 2019, between Zenergy, as borrower, and TCA Global, as lender, and <i>Security Agreement</i> related thereto | | | |
| 22 | <i>Promissory Note</i> in the amount \$66,700.00 dated July 18, 2019, between Zenergy, as borrower, and TCA Global, as lender, and <i>Security Agreement</i> related thereto | | | |
| 23 | <i>Promissory Note</i> in the amount \$75,000.00 dated October 10, 2019, between Zenergy, as borrower, and TCA Global, as lender, and <i>Security Agreement</i> related thereto | | | |

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| 24 | <i>Pledge and Escrow Agreement</i> dated December 24, 2018, between (i) Alex Rodriguez, as pledgor, (ii) Zenergy, and (iii) TCA Global, as secured party | | | |
| 25 | <i>Pledge and Escrow Agreement</i> dated December 24, 2018, between (i) Zenergy, as pledgor, (ii) NAUP Brokerage LLC, and (iii) TCA Global, as secured party | | | |
| 26 | <i>Pledge and Escrow Agreement</i> dated December 24, 2018, between (i) Zenergy, as pledgor, (ii) Zen Technologies, Inc., and (iii) TCA Global, as secured party | | | |
| 27 | <i>Pledge and Escrow Agreement</i> dated December 24, 2018, between (i) Zenergy, as pledgor, (ii) Zenergy & Associates, Inc., and (iii) TCA Global, as secured party | | | |
| 28 | <i>Pledge and Escrow Agreement</i> dated December 24, 2018, between (i) Zenergy, as pledgor, (ii) Zenergy Labs, LLC, and (iii) TCA Global, as secured party | | | |
| 29 | <i>Pledge and Escrow Agreement</i> dated December 24, 2018, between (i) Zenergy, as pledgor, (ii) Zenergy Power & Gas, Inc., and (iii) TCA Global, as secured party | | | |
| 30 | Judgment by Confession signed on December 19, 2018, by Alex Rodriguez in favor of TCA Global | | | |
| 31 | Letter of Resignation dated August 25, 2019, from Alex Rodriguez to Zenergy | | | |
| 32 | Zenergy's Form 10-K filed with the United States Securities and Exchange Commission (the "SEC") for the fiscal year ending December 31, 2018 | | | |
| 33 | Zenergy's Form 10-Q filed with the SEC for the quarterly period ending March 31, 2019 | | | |
| 34 | Zenergy's Form 8-K filed with the SEC on August 25, 2019 | | | |
| 35 | Schedule 14C filed by Zenergy with the SEC on May 14, 2018 (being the same document referenced in Zenergy's Form 8-K that was filed with the SEC on August 25, 2019) | | | |
| | Any other documents, agreements, or contracts concerning referenced in any of Debtors' filings in these bankruptcy cases | | | |
| | Dockets from Debtors' bankruptcy cases | | | |

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| | Any other pleadings, reports, or other documents filed in these bankruptcy cases | | | |
| | All attachments or exhibits to any of the foregoing documents | | | |
| | Any exhibits designated by any other party | | | |
| | Any impeachment or rebuttal exhibits | | | |
| | The Committee reserves the right to limit any exhibits to redacted form | | | |

The Committee reserves the right to amend or supplement this Witness and Exhibit list at any time prior to the Hearing.

Dated: November 13, 2019

Respectfully submitted,

KANE RUSSELL COLEMAN LOGAN PC

By: /s/ Joseph M. Coleman
Joseph M. Coleman
State Bar No. 04566100
S. Kyle Woodard
State Bar No. 24102661

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***Proposed Counsel for the Official
Committee of Unsecured Creditors***

CERTIFICATE OF SERVICE

I hereby certify that on November 13, 2019: (a) a true and correct copy of the foregoing document was served via the Court's electronic filing system (ECF) upon all parties receiving such service in this bankruptcy case; and (b) true and correct copies of all foregoing exhibits were served upon counsel for the Debtor via email to jhaake@foley.com and mhelt@foley.com and upon counsel for TCA Global via email to bss@slp.law.

/s/ Joseph M. Coleman
Joseph M. Coleman